

**EXHIBIT B**  
**Redline Comparison**

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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☒ Affects Pacific Gas and Electric  
Company  
☐ Affects both Debtors

*\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

Bankruptcy Case  
No. 19-30088 (DM)

Chapter 11  
(Lead Case)  
(Jointly Administered)

**[PROPOSED] ORDER PURSUANT TO 11 U.S.C §  
365(a), FED. R. BANKR. P. 6006, AND  
B.L.R. 6006-1 (I) APPROVING THE UTILITY'S  
ASSUMPTION OF CONTRACTS IN  
CONNECTION WITH THE COMMUNITY  
PIPELINE SAFETY INITIATIVE AND (II)  
GRANTING RELATED RELIEF**

1 Upon the Motion, dated July 24, 2019 (the “**Motion**”),<sup>1</sup> of PG&E Corporation and Pacific Gas  
2 and Electric Company, as debtors and debtors in possession (together, “**PG&E**” or the “**Debtors**”) in  
3 the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), pursuant to section 365(a) of title 11  
4 of the United States Code (the “**Bankruptcy Code**”), Rule 6006(d) of the Federal Rules of Bankruptcy  
5 Procedure (the “**Bankruptcy Rules**”), and Rule 6006-1 of the Bankruptcy Local Rules for the United  
6 States District Court for the Northern District of California (the “**Bankruptcy Local Rules**”), for an  
7 order approving the Utility’s assumption of the CPSI Agreements with the counterparties identified in  
8 **Exhibit B** to the Motion, all as more fully set forth in the Motion; and this Court having jurisdiction to  
9 consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, *Order*  
10 *Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.),  
11 and Bankruptcy Local Rule 5011-1(a); and consideration of the Motion and the requested relief being  
12 a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant  
13 to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Motion  
14 as provided to the parties listed therein is reasonable and sufficient, and it appearing that no other or  
15 further notice need be provided; and this Court having reviewed the Motion, the Wells Declaration (as  
16 amended on February 2, 2019 [Docket No. 263]), and the Echols Declaration; and ~~this Court having~~  
17 ~~held a hearing on the Motion~~ no objections having been filed to the Motion; and the Creditors’  
18 Committee having filed the *Statement of the Official Committee of Unsecured Creditors in Support of*  
19 *the Second Omnibus Motion of the Debtors Pursuant to 11 U.S.C § 365(a), Fed. R. Bankr. P. 6006,*  
20 *and B.L.R. 6006-1 (i) Approving the Utility’s Assumption of Contracts in Connection with the*  
21 *Community Pipeline Safety Initiative and (ii) Granting Related Relief* [Docket. No. 3384]; and this  
22 Court having determined that the legal and factual bases set forth in the Motion establish just cause for  
23 the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests  
24 of the Utility, its estate, creditors, shareholders, and all parties in interest; and upon the record of the  
25 hearing and all of the proceedings had before this Court and after due deliberation and sufficient cause  
26 appearing therefor,

27  
28 <sup>1</sup> Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such terms in the Motion.

**IT IS HEREBY ORDERED THAT:**

1. The Motion is granted as provided herein.

2. Pursuant to section 365 of the Bankruptcy Code, the Utility's assumption of the CPSI Agreements listed in **Schedule 1** annexed to this Order is hereby approved.

3. To the extent there any defaults, whether monetary or non-monetary, under the CPSI Agreements, the Utility is authorized to promptly cure any such defaults in accordance with section 365(b)(1)(A) of the Bankruptcy Code.

4. The Utility is authorized to execute, deliver, implement, and fully perform any and all obligations, instruments, and documents, and to take any and all actions reasonably necessary or appropriate to perform all obligations contemplated under the CPSI Agreements.

5. The Utility is authorized to file the Motion as an omnibus motion pursuant to Bankruptcy Rule 6006(e).

6. The Utility's compliance with Bankruptcy Rule 6006(f) is sufficient, and the requirement to list the parties to the CPSI Agreements alphabetically in the Motion pursuant to Bankruptcy Rule 6006(f)(2) is waived.

7. The Utility is authorized to take all necessary actions to effectuate the relief granted pursuant to this Order in accordance with the Motion.

8. This Court retains exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

**\*\* END OF ORDER \*\***

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**SCHEDULE 1**

<b>Summary report:</b> <b>Litéra® Change-Pro TDC 10.1.0.800 Document comparison done on</b> <b>8/12/2019 7:25:36 PM</b>	
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**Schedule 1 – List of Counterparties to CPSI Agreements**

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
<b>CPSI Agreements Providing Monetary Compensation</b>						
M-1		Informal Agreement	Vegetation	\$50.00	N/A	2018.11.28
M-2		Action Plan	Vegetation	\$9,920.00	Remove logs and leave clean wood chips.  Provide twelve (12) 15 gallon California Native Laurel trees and three (3) loquat trees.	2018.10.30
M-3		Action Plan	Vegetation	\$1,500.00	N/A	2017.06.15
M-4		Action Plan	Vegetation	\$1,000.00	Provide two (2) 15 gallon coast live oak trees to be planted on other property owned by counterparty.	2017.04.20
M-5		Action Plan	Vegetation	\$500.00	Provide and plant one (1) 15 gallon tree. If PG&E does not plant this tree, provide two (2) 15 gallon trees per tree removed.	2017.06.13
M-6		Action Plan	Vegetation	\$1,500.00	N/A	2017.05.03
M-7		Action Plan	Vegetation	\$7,000.00	Plant nine (9) replacement trees.	2018.07.16
M-8		Action Plan	Vegetation	\$10,000.00	Grind all tree stumps.	2018.08.16
M-8A		Long-form Agreement	Vegetation	\$30,000	Grind all tree stumps.	2018.08.17

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
M-9		Action Plan	Vegetation	\$500.00	Provide and plant one (1) replacement tree for relative of counterparty on their property.	2018.06.26
M-10		Action Plan	Vegetation	\$2,500.00	Provide and plant three (3) trees – one (1) almond tree; one (1) cherry tree and one (1) to be determined.	2017.05.12
M-11		Action Plan	Vegetation	\$1,000.00	Provide five (5) – fifteen (15) gallon trees and remove two (2) additional dead redwood trees if permitted by the city.	2017.04.24
M-12		Action Plan	Vegetation	\$8,800.00	Chip all dead wood/brush near a PG&E pipeline marker.	2017.03.08
M-13		Action Plan	Vegetation	\$2,000.00	Replant up to four (4) trees and provide up to eight (8) trees.	2017.06.22
M-14		Action Plan	Vegetation	\$7,000.00	Grind all stumps.	2017.07.19
M-15		Action Plan	Vegetation	\$10,000.00	Provide four (4) replacement trees.	2018.09.04
M-16		Action Plan	Vegetation	\$2,000.00	N/A	2018.04.30
M-17		Action Plan	Vegetation	\$12,500.00	Provide four (4) replacement trees, one (1) maple and three (3) silk oaks.	2018.10.11
M-18		Action Plan	Vegetation	\$10,000.00	Provide four (4) replacement trees.	2018.10.30
M-19		Action Plan	Vegetation	\$4,000.00	Provide and plant eight (8) 15 gallon trees.	2017.05.24
M-20		Action Plan	Vegetation	\$1,500	N/A	2016.04.18

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
M-21		Action Plan	Vegetation	\$3,000.00	N/A	2018.01.18
M-22		Action Plan	Vegetation	\$1,150.00	N/A	2016.06.22
M-23		Action Plan	Vegetation	\$20,000.00	Provide and plant fourteen (14) trees and provide kangaroo paw and daffodil plants.	2018.01.17
M-24		Action Plan	Vegetation	\$2,250.00	N/A	2016.09.26
M-25		Action Plan	Vegetation	\$1,500.00	N/A	2016.10.03
M-26		Action Plan	Vegetation	\$2,150.00	N/A	2016.05.09
M-27		Action Plan	Vegetation	\$550.00	N/A	2016.03.18
M-29		Action Plan	Vegetation	\$6,000.00	Restore area per prepared restoration plan.	2017.11.21
M-30		Action Plan	Vegetation	\$1,250.00	N/A	2016.10.03
M-31		Action Plan	Vegetation	\$4,000.00	N/A	2017.05.03
M-32		Action Plan	Vegetation	\$750.00	N/A	2016.11.23
M-33		Action Plan	Vegetation	\$12,500.00	Provide and plant twenty (20) 15 gallon trees and remove two additional trees.	2016.11.23
M-34		Action Plan	Vegetation	\$750.00	Provide and plant four (4) 15 gallon trees.	2016.10.25
M-36		Action Plan	Vegetation	\$3,250.00	N/A	2016.09.27
M-37		Action Plan	Vegetation	\$3,500.00	N/A	2016.11.23
M-38		Action Plan	Vegetation	\$10,000.00	N/A	2017.03.27

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
M-40		Action Plan	Vegetation	\$1,900.00	N/A	2016.02.10
M-42		Action Plan	Vegetation	\$2,300.00	N/A	2016.06.22
M-43		Long-form Agreement	Vegetation	\$7,500.00	N/A	2016.09.26
M-46		Long-form Agreement	Vegetation	\$29,500.00	Replace the privacy fence in front of the house and incompatible vegetation.	2018.11.26
M-47		Action Plan	Vegetation	\$5,500.00	N/A	2016.07.26
M-49		Action Plan	Vegetation	\$2,500.00	N/A	2016.12.15
M-52		Action Plan	Vegetation	\$750.00	N/A	2015.11.02
M-53		Action Plan	Vegetation	\$1,000.00	N/A	2017.03.07
M-54		Action Plan	Vegetation	\$15,000.00	N/A	2018.03.13
M-55		Action Plan	Vegetation	\$3,500.00	N/A	2018.04.30
M-56		Action Plan	Vegetation	\$1,000.00	N/A	2015.11.02
M-57		Action Plan	Vegetation	\$750.00	Cover areas occupied by removed trees with lava rock.	2016.02.03
M-58		Action Plan	Vegetation	\$500.00	N/A	2015.11.02
M-59		Action Plan	Vegetation	\$5,250.00	N/A	2016.03.01
M-60		Action Plan	Vegetation	\$500.00	N/A	2015.10.28
M-64		Action Plan	Vegetation	\$2,500.00	N/A	2018.05.15
M-65		Action Plan	Vegetation	\$1,500.00	N/A	2016.02.22

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
M-68		Action Plan	Vegetation	\$2,250.00	Provide four (4) trees.	2015.12.11
M-69 and M-70		Action Plan	Vegetation	\$7,850	Provide and plant twelve (12) trees and provide and plant vines into trellis.	2018.05.21
M-72		Action Plan	Vegetation	\$2,250.00	N/A	2019.03.06
M-73		Action Plan	Vegetation	\$10,250.00	Provide and plant twenty-nine (29) trees.	2018.05.21
M-76		Action Plan	Vegetation	\$6,000.00	N/A	2018.02.20
M-77		Action Plan	Vegetation	\$250.00	N/A	2017.06.19
M-78		Action Plan	Vegetation	<del>\$1,250.00</del> <u>1,500.00</u>	N/A	2016.10.18
M-80		Action Plan	Vegetation	\$2,250.00	N/A	2017.05.30
M-85		Action Plan	Vegetation	\$1,250.00	N/A	2016.03.02
M-86		Action Plan	Vegetation	\$500.00	N/A	2016.02.16
M-88		Action Plan	Vegetation	\$2,500.00	N/A	2016.03.31
M-89		Action Plan	Vegetation	\$4,670.00	Provide one (1) 15 gallon orange tree.	2016.05.24
M-90		Action Plan	Vegetation	\$2,500.00	N/A	2016.05.18
M-91		Action Plan	Vegetation	\$750.00	N/A	2016.03.15
M-92		Long-form Agreement	Vegetation and Structure	\$50,725.00	N/A	2017.01.27
M-97		Action Plan	Vegetation	\$6,750.00	N/A	2018.01.19

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
M-98		Action Plan	Vegetation	\$7,500.00	N/A	2015.11.24
M-99		Action Plan	Vegetation	\$16,000.00	Provide and plant eight (8) trees.	2017.06.05
M-100		Action Plan	Vegetation	\$1,750.00	N/A	2015.10.28
M-101		Action Plan	Vegetation	\$250.00	N/A	2015.11.20
M-102		Action Plan	Vegetation	\$1,000.00	N/A	2018.04.12
M-103		Action Plan	Vegetation	\$2,250.00	N/A	2018.06.06
M-104		Action Plan	Vegetation	\$500.00	N/A	2018.04.13
M-105		Action Plan	Vegetation	\$500.00	N/A	2017.01.31
M-106		Action Plan	Vegetation	\$1,500.00	N/A	2016.09.29
M-107		Action Plan	Vegetation	\$550.00	N/A	2016.03.03
M-108		Long-form Agreement	Structure	\$57,000.00	N/A	2019.01.08
M-109		Action Plan	Vegetation	\$1,750.00	Provide three (3) Blue Spruce and two (2) Norman Fir trees.	2015.08.24
CPSI Agreements Only Providing Non-monetary Compensation						
N-1		Action Plan amended by oral agreement	Vegetation	N/A	Provide and plant apple tree.	2015.10.28
N-2		Action Plan	Vegetation	N/A	Replant three (3) trees on neighboring property.	2017.04.24
N-3		Action Plan	Vegetation	N/A	Provide and plant one (1) redwood tree.	2017.04.24

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
N-5		Action Plan	Vegetation	N/A	Provide and plant up to twelve (12) new trees (or provide the value of twelve (12) trees).	2017.05.10
N-6		Action Plan	Vegetation	N/A	Provide a Chinese Lantern or Albizia plant.	2015.07.28
N-7		Action Plan	Vegetation	N/A	Provide eight (8) 15 gallon trees and relocate and replant pear and nectarine trees.	2016.09.28
N-8		Action Plan	Vegetation	N/A	Provide two (2) trees.	2015.08.10
N-10		Action Plan	Vegetation	N/A	Provide and plant six (6) 15 gallon trees.	2017.09.01
N-11		Action Plan	Vegetation	N/A	Provide and plant ten (10) trees.	2018.05.21
N-12		Action Plan	Vegetation	N/A	Provide a restoration plan and provide and plant four to five (4-5) replacement trees and some smaller plants.	2017.05.03
N-13		Action Plan	Vegetation	N/A	Provide and plant ten (10) trees.	2017.04.24
N-14		Action Plan	Vegetation	N/A	Provide three (3) Red Oleanders.	2015.08.31
N-15		Action Plan	Vegetation	N/A	Provide ten (10) replacement trees.	2016.05.23
N-16		Action Plan	Vegetation	N/A	Provide one (1) orange tree, one (1) apple tree one (1) Fuyu Persimmon tree one (1) nectarine tree, and one (1) tangerine tree.	2015.11.16

CPSI-ID	Counterparty	Form of Contract	Project Type	Monetary Compensation	Non-monetary Compensation	Execution Date
N-17		Action Plan	Vegetation	N/A	Provide and plant one (1) tree.	2015.11.05
N-18		Action Plan	Vegetation	N/A	Provide two (2) Persimmon trees.	2015.11.02

<b>Summary report:</b> <b>Litéra® Change-Pro TDC 10.1.0.800 Document comparison done on</b> <b>8/12/2019 5:59:39 PM</b>	
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